


5. I am a member in good standing of the Bar of the Commonwealth of Pennsylvania, having been admitted on November 17, 1989. A Certificate of Good Standing is attached hereto as *Exhibit "A"*.

6. I am also a member in good standing of the United States District Court for the Eastern District of Pennsylvania, the Bar of the State of New Jersey and the United States District Court for the District of New Jersey.

7. I have never been held in contempt of court, censured in a disciplinary proceeding, suspended or disbarred by any court, admonished by any disciplinary committee of the organized bar or am the subject of any pending complaint before any court.

8. I agree to be bound by this Court's rules, including all disciplinary rules, should I be admitted as counsel *pro hac vice* for GENERAL MOTORS CORPORATION.


FRANCIS J. GREY, JR.

SWORN TO AND SUBSCRIBED

before me this 24th day of

September, 2007


NOTARY PUBLIC

My Commission Expires: 12/28/08

